

**BOARD OF SELECTMEN
MEETING MINUTES
10/9/12**

4-49 J. Sund

The Board of Selectmen met in the Joseph F. Bilotta Meeting Room, Town Hall as scheduled with David Matthews, Paula Bertram, Steven M. deBettencourt, Tom Alonzo, and Carl "Ernie" Sund.

Absent was Town Manager Kerry Speidel

Regular Meeting opened at 7:00 PM with the Pledge of Allegiance.

7:00PM PUBLIC COMMENT

ANNOUNCEMENTS

APPOINTMENTS

CURRENT BUSINESS

1. Class II, Used Car Dealer's License, Double Down, Inc. d/b/a Import Domestic Auto Sales, Continuation of Public Hearing – Mr. Matthews explained that this was a continuation of last week's Public Hearing and that the CORI's which had caused the delay in this process have been received and are in order. Mr. Sund moved to approve the Class II Used Car Dealer's License for Double Down, Inc. d/b/a Import Domestic Auto Sales. Mr. Alonzo seconded. Ms. Bertram noted that she was not present at last week's hearing however she has viewed the C.D. of the last meeting, reviewed the records and feels that she can vote on this matter. On vote, motion carried, 5 in favor, 0 opposed. Ms. Bertram moved to close the Public Hearing. Mr. Sund seconded. On vote, motion carried, 5 in favor, 0 opposed.

2. Review Power Purchase Agreement and PILOT Agreement for EPG Solar and/or Mass PV1 –

Mr. Matthews stated that due to the fact that documents relating to this matter were not received until late this afternoon the BOS were not able to review them. The BOS will be unable to move on this matter tonight and it will be acted on at the 10/16/12 BOS meeting.

Town Counsel Attorney Richard Holland from Kopelman & Paige was present to answer questions from the BOS. Mr. Sund questioned page 15 Section 13.2 wording concerning the changing of the "customer representative (Town Manager)".

Mr. Holland replied that this provision is simply a way of informing the seller of who the contact person is for the Town.

Mr. Alonzo stated that for the record it is also the "office of the Town Manager" not just one person.

Mr. Alonzo asked for the "marked up" version of the agreements to make it simpler to view the changes. Mr. Holland stated that the changes were inclusion of language at the Town's request to have the capability to sell credits without the consent of the developer provided that those credits were sold to a Municipality or another Governmental Entity.

Mr. Matthews questioned page 6 Section 3.2 concerning the Net Metering Credits being purchased by the customer. He stated that it refers to "The customer shall purchase 100% of the Net Metering Credits generated by the solar facility up to a maximum of 1M 800K KW". He said that attachment B states that they are only building 1200KW. Mr. Holland replied that the reference to 1200KW is referred to as the "Name Plate Capacity" of the system. Schedule A lists what they expect the annual production to be in KW hours over the term of the agreement. They expect that the largest annual production would be in year 1, at approximately 1.5M KW hours. The concern that was conveyed to him by the developer was that if the Town was going to "cap" the maximum amount of KW hours, then they would like to make sure, that if they exceed their expected production in year 1 or year 2, that the Town will at least purchase it up to that maximum cap of 1.8M KW hours a year. There will also be minimum facility production requirements worked into the agreement which would be subject to liquidated damages.

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Mr. Sund questioned the amount of 1200KW he believes it should be 1M 200K KW which is equal to 1.2M MW. Mr. Holland explained that the reference is to the "name plate capacity of the system" and that's just how it's rated. This means if the sun is shining brightly then the facility should be producing 1200KW per hour.

Mr. Sund stated that he still believes that the 1200KW should be 1M 200K KW at minimum production.

Mr. Holland replied that this is the correct reference to the rated capacity and it is not intended to depict the annual production of the facility. This is a 1.2MW DC rated capacity and this type of facility located in the Northeast is expected to produce approximately 1.5M KW hours per year.

Mr. Matthews referred back to Section 3.2 in saying that their (sellers) indication is that they think out of the 1200KW they could potentially generate 1M 800K KW hours in a year. Mr. Holland replied that it's what they think is "possible" if everything is perfect. Mr. Matthews asked what the impact of this would be when they are looking at the Mass PV agreement which he assumes will be coming soon. He is concerned about working under the Unitil limitation as to how much they need to buy and if it would create limits on the other system, which would limit what the Town could do to max out it's needs as well as reselling some of these credits.

Mr. Holland stated that the other developer has requested further revisions to their agreement but they have not gotten to the point yet where this agreement can be presented.

Mr. Alonzo questioned if the two facilities combined exceeded the cap what would happen with Net Metering credits and who would intercede at this point. Mr. Holland replied that the utility has to grant Net Metering services for these facilities. When the facilities go through the application process to qualify the utility is going to know where it is in terms of whether these facilities fit within the cap which will be 3% as of November 1st. If these facilities combined are going to exceed the cap, then that full amount generated by the facilities will not qualify for Net Metering services. The agreement clearly states that the Town is not required to pay anything under the agreement unless the Town is receiving these credits on the utility invoice.

Mr. Matthews questioned the interconnection agreements. Mr. Holland stated that it was his understanding that EPG has received a form of Interconnection Service Agreement from the utility and EPG is prepared to sign it pending an ability to reach agreement with the Town on a PPA.

Mr. Matthews questioned if there was any verbiage included in that agreement that Unitil would buy any "spikes" if they occurred. Mr. Holland replied that this is a form agreement prescribed by the Tariff and he does not know if it contains any such language but essentially the utility is required to pay for the electricity it receives from facilities that qualify for Net Metering services. He would expect based upon his understanding of the current cap this 1.2 MW facility would fit within that cap. In theory everything produced by it, with electricity being sent to the grid, would be paid for by the utility by providing Net Metering Credits.

Mr. Alonzo requested clarification on the Town's ability to enter into an IMA with another town or government agency as defined by the DPU. Mr. Holland replied that under this proposed agreement the Town would be host customer on the meter, as required by the regulations, so the Town would own all of the credits produced by the facility. The Town could then sell these credits to another municipality that uses the same utility in the same load zone. The Town does not need Unitil's permission to sell these credits, the Town would only need to file a Schedule Z for the allocation to another municipality.

Mr. deBettencourt questioned if the Town would be able to bank the credits if they were not sold. Mr. Holland replied that the credits continue to accrue and roll over and when the Town needs to use them they can.

Town Counsel is still waiting on comments from both parties on the form of PILOT agreement and also for more information from the Assessor on the Real Estate side.

Mr. Sund requested that the two pages he questioned previously pertaining to KW hours be clarified by next weeks meeting.

The BOS thanked Mr. Holland for answering their questions this evening.

3. Sign November 2012 Election Warrant - Signed

4. Minutes/Warrants/Action File Issues

Minutes: None

<u>Warrants:</u>	10/9/12	W 8P13	\$627,380.39
	10/9/12	W 20-13	\$200,877.53
	10/9/12	W 21-13	\$139,624.08

Action File Issues: None

5. Committee Reports – Mr. Matthews reported that the School Building Committee will be meeting tomorrow night to finalize their choice for the OPM for the school building project. They have narrowed down the choices to Joslin & Lesser out of Watertown MA and Collaborative Partners out of Boston MA.

6. Department Reports – None

7. Town Manager Reports – None

OLD BUSINESS - None

APPOINTMENTS/RE-APPOINTMENTS/RESIGNATIONS

EXECUTIVE SESSION – None

Mr. deBettencourt moved to adjourn the meeting. Ms. Bertram seconded. The board voted unanimously to adjourn regular session at 7:26PM.

UPCOMING MEETING SCHEDULE

October 16, 2012

October 23, 2012

*Respectfully submitted,
Susan Doherty, Recording Secretary
Board of Selectmen*